

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known)

Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name 8110 Aero Drive Holdings, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 27-4052173

4. Debtor's address Principal place of business

Mailing address, if different from principal place of business

8110 Aero Drive
San Diego, CA 92123

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

San Diego
County

Location of principal assets, if different from principal place of business

8110 Aero Drive San Diego, CA 92123

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify:

Debtor 8110 Aero Drive Holdings, LLC
NameCase number (*if known*) _____**7. Describe debtor's business****A. Check one:**

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))

■ None of the above**B. Check all that apply**

- Tax-exempt entity (as described in 26 U.S.C. §501)
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
 Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- Chapter 7
 Chapter 9
 Chapter 11. **Check all that apply:**

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
 The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 A plan is being filed with this petition.
 Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to *Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**■ No.** **Yes.**

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**■ No** **Yes.**

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____

Debtor 8110 Aero Drive Holdings, LLC
Name _____

Case number (if known) _____

11. Why is the case filed in this district? *Check all that apply:*
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? No
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

 It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

 It needs to be physically secured or protected from the weather. It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options). Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code _____

Is the property insured?

 No Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.
14. Estimated number of creditors 1-49 1,000-5,000 25,001-50,000
 50-99 5001-10,000 50,001-100,000
 100-199 10,001-25,000 More than 100,000
 200-999
15. Estimated Assets \$0 - \$50,000 \$1,000,001 - \$10 million \$500,000,001 - \$1 billion
 \$50,001 - \$100,000 \$10,000,001 - \$50 million \$1,000,000,001 - \$10 billion
 \$100,001 - \$500,000 \$50,000,001 - \$100 million \$10,000,000,001 - \$50 billion
 \$500,001 - \$1 million \$100,000,001 - \$500 million More than \$50 billion
16. Estimated Liabilities \$0 - \$50,000 \$1,000,001 - \$10 million \$500,000,001 - \$1 billion
 \$50,001 - \$100,000 \$10,000,001 - \$50 million \$1,000,000,001 - \$10 billion
 \$100,001 - \$500,000 \$50,000,001 - \$100 million \$10,000,000,001 - \$50 billion
 \$500,001 - \$1 million \$100,000,001 - \$500 million More than \$50 billion

Debtor

8110 Aero Drive Holdings, LLC
NameCase number (*if known*)**Request for Relief, Declaration, and Signatures**

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 25, 2016
MM / DD / YYYY

/s/ Luz Burni

Signature of authorized representative of debtor

Title _____

Luz Burni

Printed name

18. Signature of attorney

/s/ William M. Rathbone

Signature of attorney for debtor

Date May 25, 2016

MM / DD / YYYY

William M. Rathbone

Printed name

Gordon & Rees LLP

Firm name

101 West Broadway

Suite 2000

San Diego, CA 92101

Number, Street, City, State & ZIP Code

Contact phone 619-696-6700

Email address _____

95864

Bar number and State

Fill in this information to identify the case:

Debtor name 8110 Aero Drive Holdings, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 25, 2016

X /s/ Luz Burni

Signature of individual signing on behalf of debtor

Luz Burni

Printed name

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name 8110 Aero Drive Holdings, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known):

 Check if this is an
amended filing
Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
AC Landscaping, Inc. P. O. Box 13708 San Diego, CA 92170		Vendor services				\$6,400.00
Ant Busters, Inc. 6965 El Camino Real #105-535 Carlsbad, CA 92009-4100		Vendor services				\$2,169.00
ARS Rescue Rooter 9895 Olson Drive Suite A San Diego, CA 92121		Vendor services				\$6,825.00
Barney & Barney P. O. Box 85638 San Diego, CA 92186-5638		Hotel supplies and services				\$3,550.47
CA Baking Co, Inc. 9307 Audubon Rd Lakeside, CA 92040		Hotel supplies and services				\$6,617.95
City of San Diego P. O. Box 129030 San Diego, CA 92112-9030		Taxes				\$11,633.04
City Treasurer P. O. Box 129039 San Diego, CA 92112-9039		Taxes				\$4,079.40
Employment Development Dept. PO BOX 989071 West Sacramento, CA 95798-9061		State payroll taxes				\$3,216.89

Debtor Name	8110 Aero Drive Holdings, LLC	Case number (if known)					
Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, etc.)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim <small>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.</small>	Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Franchise Tax Board P. O. Box 942857 Sacramento, CA 94257-0631		State Taxes					\$11,790.00
G&P Schick 3170 Forth Avenue, 3rd Flr San Diego, CA 92103		Hotel supplies and services					\$19,428.86
Grainger Dept C-Pay Palatine, IL 60038		Hotel supplies and services					\$5,897.03
HD Supply Facilities P. O. Box 509058 San Diego, CA 92150-9058		Hotel supplies and services					\$18,419.32
Johnson Electric, Inc. 1650 Maple Drive Chula Vista, CA 91911		Hotel supplies and services					\$2,565.00
La Jolla Boiler P. O. Box 12466 La Jolla, CA 92039		Hotel services and supplies					\$5,116.00
Makaden, Inc. 31103 Rancho Viejo Rd., #D250 San Juan Capistrano, CA 92675		Hotel supplies and services					\$2,052.00
Rose Munns & Chin 1020 Isabella Avenue Coronado, CA 92118		Legal Services					\$6,338.71
San Diego County Tax Collector 1600 Pacific Hwy, Rm 162 San Diego, CA 92101		County Taxes					\$12,839.41
Tony Gomez Tree Service 700 N Johnson Avenue Suite H El Cajon, CA 92020		Vendor Services					\$12,600.00
Valley Industrial Specialties, Inc. 110 N. Glover Avenue Chula Vista, CA 91910-1010		Vendor Services					\$1,970.20

Debtor Name	8110 Aero Drive Holdings, LLC			Case number (<i>if known</i>)						
Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.						
WeddingPages, LLC 11106 Mockingbird Dr Omaha, NE 68137		Vendor Service		<table border="1" style="width: 100%;"> <tr> <th>Total claim, if partially secured</th> <th>Deduction for value of collateral or setoff</th> <th>Unsecured claim</th> </tr> <tr> <td></td> <td></td> <td style="text-align: right;">\$2,295.00</td> </tr> </table>	Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim			\$2,295.00
Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim								
		\$2,295.00								

United States Bankruptcy Court
Southern District of California

In re **8110 Aero Drive Holdings, LLC**Case No.
Chapter**11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Aero Drive Holdings, Inc. 8110 Aero Drive San Diego, CA 92123	2%		Member
The Burni Family Trust dated October 7, 2007 8110 Aero Drive San Diego, CA 92123	10.78%		Member
The Ralph Burni Trust dated April 10, 1989 8110 Aero Drive San Diego, CA 92123	87.22%		Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the _____ of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date May 25, 2016Signature /s/ Luz Burni
Luz Burni

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

CSD 1008 [08/21/00]

Name, Address, Telephone No. & I.D. No.

William M. Rathbone

101 West Broadway

Suite 2000

San Diego, CA 92101

619-696-6700

95864

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA
325 West "F" Street, San Diego, California 92101-6991

In Re
8110 Aero Drive Holdings, LLC

BANKRUPTCY NO. _____

Debtor. _____

VERIFICATION OF CREDITOR MATRIX**PART I** (check and complete one):

- New petition filed. Creditor diskette required. TOTAL NO. OF CREDITORS: 29
- Conversion filed on _____. *See instructions on reverse side.* TOTAL NO. OF CREDITORS: _____
- Former Chapter 13 converting. Creditor diskette required.
 - Post-petition creditors added. Scannable matrix required.
 - There are no post-petition creditors. No matrix required.
- Amendment or Balance of Schedules filed concurrently with this original scannable matrix affecting Schedule of Debts and/or Schedule of Equity Security Holders. *See instructions on reverse side.*
- Names and addresses are being ADDED.
 - Names and addresses are being DELETED.
 - Names and addresses are being CORRECTED.

PART II (check one):

- The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.
- The above-named Debtor(s) hereby verifies that there are no post-petition creditors affected by the filing of the conversion of this case and that the filing of a matrix is not required.

Date: May 25, 2016

/s/ Luz Burni

Luz Burni/
Signer/Title


REFER TO INSTRUCTIONS ON REVERSE SIDE

CSD 1008

**United States Bankruptcy Court
Southern District of California**

In re 8110 Aero Drive Holdings, LLC

Case No.
Chapter

11

Debtor(s)

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for 8110 Aero Drive Holdings, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Aero Drive Holdings, Inc.
8110 Aero Drive
San Diego, CA 92123

The Burni Famiy Trust
dated October 7, 2007
8110 Aero Drive
San Diego, CA 92123

The Ralph Burni Trust
dated April 10, 1989
8110 Aero Drive
San Diego, CA 92123

None [*Check if applicable*]

May 25, 2016

Date

/s/ William M. Rathbone

William M. Rathbone

Signature of Attorney or Litigant
Counsel for 8110 Aero Drive Holdings, LLC
Gordon & Rees LLP
101 West Broadway
Suite 2000
San Diego, CA 92101
619-696-6700 Fax:619-696-7124

**CONSENT OF THE
MEMBERS OF
8110 AERO DRIVE HOLDINGS, LLC
A CALIFORNIA LIMITED LIABILITY COMPANY**

The undersigned, being the sole members of 8110 Aero Drive Holdings, LLC, a California limited liability company (the "Company"), do hereby consent to, approve, and adopt the following resolutions with the same force and effect as if done at a special meeting duly called and held for such purpose.

The members consent to the filing of documents initiating a Chapter 11 bankruptcy for the Company.

The members, through the unanimous written consent of all members, hereby make the following resolutions.

RESOLVED, that Luz Burni ("Ms. Burni") is appointed as Chief Executive Officer of the Company.

RESOLVED, that Ms. Burni, Chief Executive Officer of the Company, is authorized to:

(i) execute and file on behalf of the Company a petition for relief under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Southern District of California, and to prepare and execute any and all schedules, documents or pleadings as required to accompany the petition or as necessary in the Chapter 11 case proceedings;

(ii) retain the law firm of Gordon & Rees and its attorneys ("G&R") as general bankruptcy counsel, on terms acceptable to the Company, to represent the Company in its Chapter 11 case and in any and all related proceedings; and

(iii) do and perform or cause to be done and performed all such acts, deeds and things and to make, execute and deliver, or cause to be made, executed and delivered, all such agreements, undertakings, documents, instruments or certificates in the name and on behalf of the Company or otherwise as may be necessary or appropriate to effectuate or carry out fully the purpose and intent of the foregoing resolutions and any of the transactions contemplated thereby; and that all actions heretofore taken in connection with any matter referred to in the foregoing resolutions are hereby approved, ratified and confirmed in all respects.

[Remainder of Page Intentionally Left Blank]

FURTHER RESOLVED, that G&R is hereby authorized to act on behalf of the Company as debtor in the Chapter 11 case and any and all related proceedings under such terms and conditions as Ms. Burni and G&R may agree.

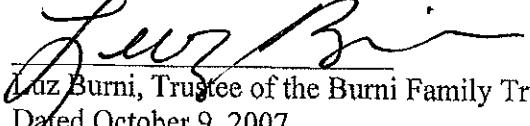
DATED this 25th day of May, 2016.

8110 AERO DRIVE HOLDINGS, LLC

By:

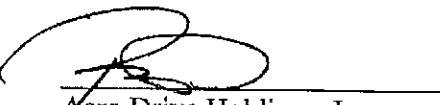


Ronald Chin, Successor Trustee of the Ralph Burni
Trust Dated April 10, 1989



Luz Burni, Trustee of the Burni Family Trust

Dated October 9, 2007



Aero Drive Holdings, Inc.
By: Ronald Chin